

**RESTRICTIVE COVENANT FOR LIMITATION ON USES, CONSTRUCTION AND
GROUNDWATER USE**

Doc# 2009036113

STATE OF TEXAS

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COUNTY OF BRAZORIA

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This Restrictive Covenant is filed to provide information concerning certain use limitations upon that parcel of real property (the "Property") described in Exhibits A and B, attached hereto and incorporated herein by reference, and which at the time of this filing is listed on the United States Environmental Protection Agency's ("EPA") National Priority List as a "Superfund Site."

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As of the date of this Restrictive Covenant, the record owner of fee title to the Property is **LDL COASTAL LIMITED, L.P.**, a Texas limited partnership ("Owner"), with an address of c/o Allen Daniels, 6363 Woodway Drive, Suite 730, Houston, Texas 77057. The appropriate land use for the Property is commercial/industrial.

Owner has agreed to place the following restrictions on the Property in favor of The Dow Chemical Company ("Dow"), Chromalloy American Corporation ("Chromalloy"), the Texas Commission on Environmental Quality ("TCEQ"), the State of Texas and EPA.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the following restrictive covenants in favor of Dow, Chromalloy, TCEQ, the State of Texas and EPA are placed on the Property, to-wit:

1. Commercial/Industrial Use.

The Property shall not be used for any purposes other than commercial/industrial uses, as that term is defined under 30 T.A.C §350.4(a)(13), and thus shall not be used for human habitation or for other purposes with a similar potential for human exposure. Portions of the soils and/or groundwater of the Property contain certain identified chemicals of concern. Future users of the Property are advised to review and take into consideration environmental data from publicly available sources (i.e. TCEQ and EPA) prior to utilizing the Property for any purpose.

2. Groundwater.

The groundwater underlying the Property shall not be used for any beneficial purpose, including: (1) drinking water or other potable uses; (2) the irrigation or watering of landscapes or (3) agricultural uses. For any activities that may result in potential exposure to the groundwater, a plan must be in place to address and ensure the appropriate handling, treatment and disposal of any affected soils or groundwater.



3. Construction.

Construction of any building on the Property is not advisable. If any person desires in the future to construct a building at the Property, the EPA and TCEQ must be notified and must approve of such construction in writing, as additional response actions, such as protection against indoor vapor intrusion, may be necessary before the Property may be built upon. The costs for any additional response actions will be borne by the party(s) desiring to construct upon the Property.

4. These restrictions shall be a covenant running with the land.

For additional information, contact:

The Dow Chemical Company
2030 Dow Center
8th Floor Legal Dept.
Midland, MI 48674
ATTN: General Counsel

Chromalloy American Corporation
C/O Sequa Corporation
200 Park Avenue
New York, NY 10166
ATTN: General Counsel

U.S. Environmental Protection Agency, Region 6
Superfund Division (6RC-S)
1445 Ross Avenue, Suite 1200
Dallas, TX 75202-2733
ATTN: Assistant Regional Counsel

Texas Commission on Environmental Quality
P.O. Box 13087
Austin, TX 78711-3087
ATTN: Remediation Division

State of Texas
Office of the Texas Attorney General
Natural Resources Division
300 W. 15th Street
Austin, TX 78701

The restrictions imposed by this Restrictive Covenant may be rendered of no further force or effect only by a release executed by Dow, Chromalloy, TCEQ, the State of Texas and EPA or their successors and filed in the same Real Property Records as those in which this Restrictive Covenant is filed.

Executed this 28th day of July, 2009.

OWNER: **LDL COASTAL LIMITED, L.P.,**
a Texas limited partnership

By: **RAMWAY Management, L.L.C.,** a Texas
limited liability company, its sole general
partner.

By: *Allen B. Daniels*

Name: Allen B. Daniels
Title: Manager

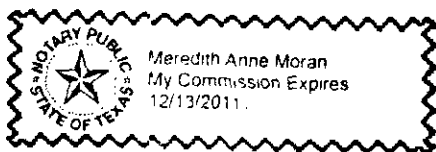
STATE OF TEXAS

COUNTY OF Harris

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BEFORE ME, on this the 28 day of July, 2009, personally appeared Allen B. Daniels, Manager, of RAMWAY Management, L.L.C., a Texas limited liability company and the sole general partner of LDL Coastal Limited, L.P., a Texas limited partnership, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and in the capacity herein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 28 day of July, 2009.



Meredith Anne Moran

Notary Public in and for the State of Texas

My Commission Expires: 12/13/2011

Exhibit A

Legal Description of the Property



Doyle & Wachtstetter, Inc

Surveying and Mapping • GPS/GIS

**PARCEL No. 1, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 55 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2**

ALL THAT CERTAIN 5.0010 ACRE tract of land lying in and situated in the Frederick J. Calvit League, Abstract 51, Brazoria County, Texas, being all of Lot 55 of the Brazos Coast Investment Company Subdivision, Division 8 (B.C.I.C. Div. 8), according to the map or plat thereof recorded in Volume 2, Page 141 of the Brazoria County Plat Records (B.C.P.R.) and being the same tract of land conveyed by deed on August 6, 1999 from Janet Casciato-Northrup, Trustee of the Chapter 7 Bankruptcy Estate of Hercules Marine Services Corporation to LDL Coastal Limited, L.P., as recorded in Clerk's File No. 99-036339 of the Brazoria County Official Records (B.C.O.R.), the herein described tract of land being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F. = 0.99988752832) as follows

COMMENCING at a 3/4" iron rod found marking the North corner Lot 80, same being the West corner of Lot 81 of the aforementioned B.C.I.C. Div. 8 subdivision, located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, said Point of Commencement being at Texas at State Plane Coordinate System position X=3155152.81 and Y=13556863.07, from which an old 3" x 3/4" hard-wood stake located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, found marking the North corner of Lot 66, same being the and the West corner of Lot 67 bears South 42°51'47" West, a distance of 4620.94 feet (called 4620.00 feet), at Texas State Plane Coordinate System position X=3152009.76 and Y=13553476.39, herein located point of commencement and point of reference, being shown in 1952 Dow Chemical Company survey by Herman D. Smith, RPS #916, drawing number: B8-8-19000-10488;

THENCE South 42°51'47" West, coincident with the southeastern right-of-way boundary line of said 40 foot wide platted road, a distance of 1320.27 feet to a point for the North corner of Lot 76, same being the West corner of Lot 77 of the B.C.I.C. Div. 8 subdivision, at position X=3154254.79 and Y=13555895.45;

THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 77, same being the northeastern boundary line of Lot 76 of the B.C.I.C. Div. 8 subdivision, a distance of 660.00 feet to the **POINT OF BEGINNING**, at a 5/8" iron rod with survey cap marked "WPD 4467" set, from which a 5/8" iron rod bears South 37°54' West, a distance of 11.7 feet, for the common corner of Lot 54, Lot 55, Lot 76 and Lot 77 of the B.C.I.C. Div. 8 subdivision and the North corner of the herein described 5.0010 acre tract, at position X=3154738.50 and Y=13555446.53;

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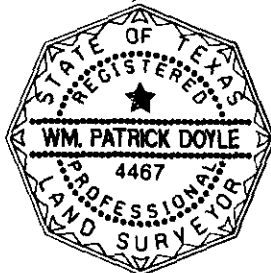
**PARCEL No. 1, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 55 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2**


THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 54, same being the northeastern boundary line of Lot 55 of the B.C.I.C. Div. 8 subdivision, at a distance of 640.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a point in the northwestern boundary line of a 40 foot wide platted roadway, at the South corner of Lot 54, same being the East corner of Lot 55 of the B.C.I.C. Div. 8 subdivision, from which an 1" iron pipe bears South 48°12' West, a distance of 1.6 feet, for the East corner of the herein described 5.0010 acre tract, at position X=3155222.22 and Y=13554997.62;

THENCE South 42°51'47" West, coincident with the northwestern right-of-way boundary line of said 40 foot wide platted road, same being the southeastern boundary line of Lot 55 of the B.C.I.C. Div. 8 subdivision, a distance of 330.07 feet to a point for the East corner of Lot 56, same being the South corner of Lot 55 of the B.C.I.C. Div. 8 subdivision, for the South corner of the herein described 5.0010 acre tract, at position X=3154997.71 and Y=13554755.72;

THENCE North 47°08'13" West, coincident with the northeastern boundary line of Lot 56, same being the southwestern boundary line of Lot 55, at a distance of 20.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a 5/8" iron rod with survey cap marked "WPD 4467" set at the common corner of Lot 55, Lot 56, Lot 75 and Lot 76 of the B.C.I.C. Div. 8 subdivision, for the West corner of the herein described 5.0010 acre tract, from which an iron rod with survey cap bears South 38°39' West, a distance of 11.8 feet, at position X=3154514.00 and Y=13555204.63;

THENCE North 42°51'47" East, coincident with the northwestern boundary line of Lot 55, same being the southeastern boundary line of Lot 76, a distance of 330.07 feet to the **POINT OF BEGINNING**, containing 5.0010 acres of land, more or less.




Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
March 24, 2009



Doyle & Wachtstetter, Inc

Surveying and Mapping • GPS/GIS

**PARCEL No. 2, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 57 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2**

ALL THAT CERTAIN 5.0010 ACRE tract of land lying in and situated in the Frederick J. Calvit League, Abstract 51, Brazoria County, Texas, being all of Lot 57 of the Brazos Coast Investment Company Subdivision, Division 8 (B.C.I.C. Div. 8), according to the map or plat thereof recorded in Volume 2, Page 141 of the Brazoria County Plat Records (B.C.P.R.) and being the same tract of land conveyed by deed on August 6, 1999 from Janet Casciato-Northrup, Trustee of the Chapter 7 Bankruptcy Estate of Hercules Marine Services Corporation to LDL Coastal Limited, L.P., as recorded in Clerk's File No. 99-036339 of the Brazoria County Official Records (B.C.O.R.), the herein described tract of land being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99988752832) as follows

COMMENCING at a 3/4" iron rod found marking the North corner Lot 80, same being the West corner of Lot 81 of the aforementioned B.C.I.C. Div. 8 subdivision, located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, said Point of Commencement being at Texas at State Plane Coordinate System position X=3155152.81 and Y=13556863.07, from which an old 3" x 3/4" hard-wood stake located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, found marking the North corner of Lot 66, same being the and the West corner of Lot 67 bears South 42°51'47" West, a distance of 4620.94 feet (called 4620.00 feet), at Texas State Plane Coordinate System position X=3152009.76 and Y=13553476.39, herein located point of commencement and point of reference, being shown in 1952 Dow Chemical Company survey by Herman D. Smith, RPS #916, drawing number: B8-8-19000-10488;

THENCE South 42°51'47" West, coincident with the southeastern right-of-way boundary line of said 40 foot wide platted road, a distance of 1980.40 feet to a point for the North corner of Lot 74, same being the West corner of Lot 75 of the B.C.I.C. Div. 8 subdivision, at position X=3153805.79 and Y=13555411.64;

THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 75, same being the northeastern boundary line of Lot 74 of the B.C.I.C. Div. 8 subdivision, a distance of 660.00 feet to the **POINT OF BEGINNING**, at a 5/8" iron rod with survey cap marked "WPD 4467" set for the common corner of Lot 56, Lot 57, Lot 74 and Lot 75 of the B.C.I.C. Div. 8 subdivision and the North corner of the herein described 5.0010 acre tract, at position X=3154289.50 and Y=13554962.72;

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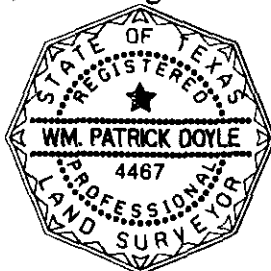
**PARCEL No. 2, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 57 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2**

THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 56, same being the northeastern boundary line of Lot 57 of the B.C.I.C. Div. 8 subdivision, at a distance of 640.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a point in the northwestern boundary line of a 40 foot wide platted roadway, at the South corner of Lot 56, same being the East corner of Lot 57 of the B.C.I.C. Div. 8 subdivision, for the East corner of the herein described 5.0010 acre tract, at position X=3154773.21 and Y=13554513.81;

THENCE South 42°51'47" West, coincident with the northwestern right-of-way boundary line of said 40 foot wide platted road, same being the southeastern boundary line of Lot 57 of the B.C.I.C. Div. 8 subdivision, a distance of 330.07 feet to a point for the East corner of Lot 58, same being the South corner of Lot 57 of the B.C.I.C. Div. 8 subdivision, for the South corner of the herein described 5.0010 acre tract, from which an iron rod with survey cap bears North 78°35' West, a distance of 22.4 feet, at position X=3154548.71 and Y=13554271.90;

THENCE North 47°08'13" West, coincident with the northeastern boundary line of Lot 58, same being the southwestern boundary line of Lot 57, at a distance of 20.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a 5/8" iron rod with survey cap marked "WPD 4467" set at the common corner of Lot 57, Lot 58, Lot 73 and Lot 74 of the B.C.I.C. Div. 8 subdivision, for the West corner of the herein described 5.0010 acre tract, from which an iron rod with survey cap bears South 38°39' West, a distance of 11.6 feet, at position X=3154065.00 and Y=13554720.82;

THENCE North 42°51'47" East, coincident with northwestern boundary line of Lot 57, same being the southeastern boundary line of Lot 74 of the B.C.I.C. Div. 8 subdivision, a distance of 330.07 feet to the **POINT OF BEGINNING**, containing 5.0010 acres of land, more or less.



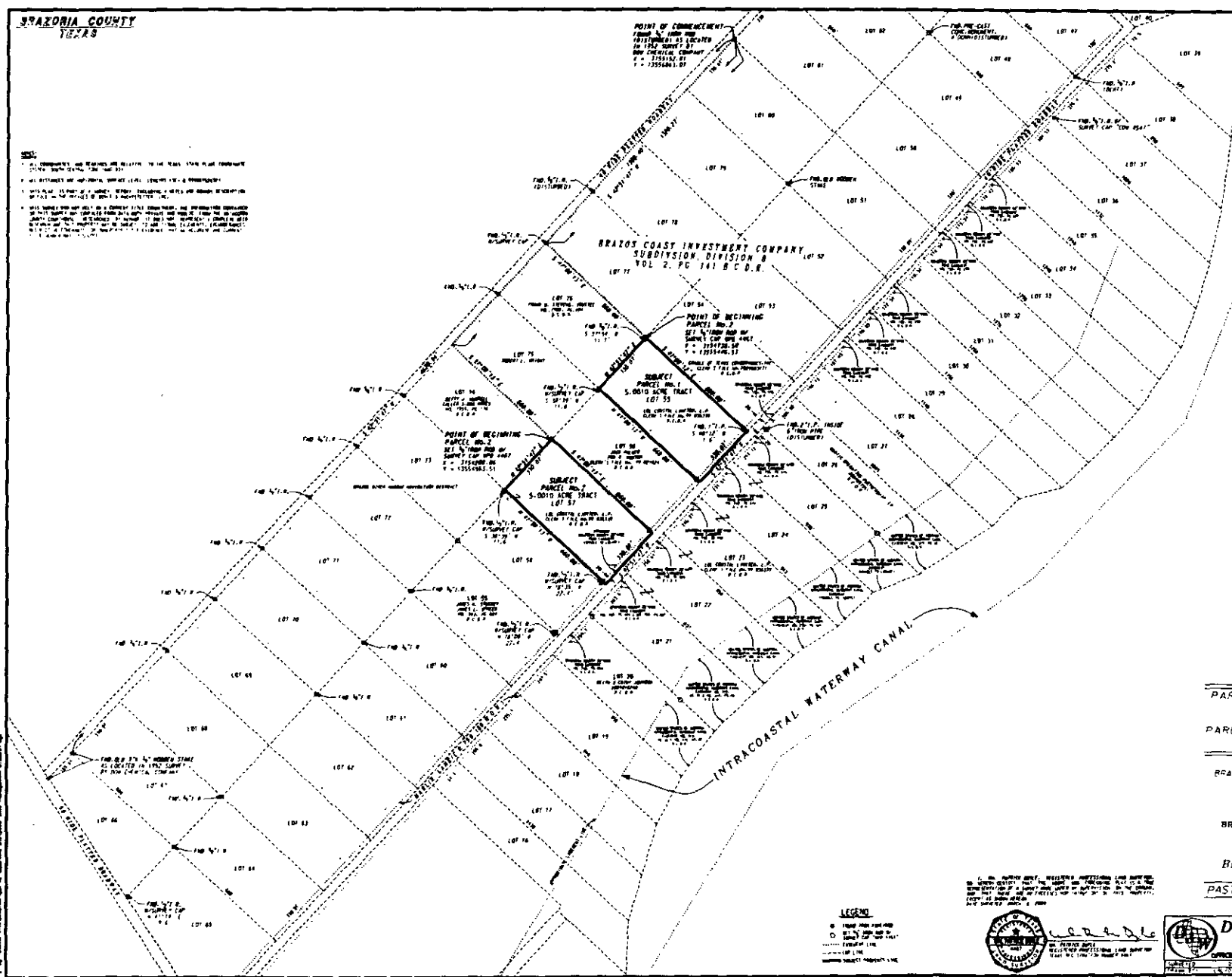


Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
March 18, 2009

Exhibit B

Plat Map of the Property – area covered by Restrictive Covenant for Limitation on Uses,
Construction and Groundwater Use

FREDERICK J. CALVIT LEAGUE
ABSTRACT 51



SURVEY PLAT OF
PARCEL 1.5,000 ACRE TRACT
BEING LOT 55
AND
PARCEL 2.5,000 ACRE TRACT
BEING LOT 57

OF THE
BRAZOS COAST INVESTMENT COMPANY
SUBDIVISION, DIVISION B
AS RECORDED IN
VOLUME 2, PAGE 141
OF THE
BRAZORIA COUNTY DEED RECORDS
IN THE
FREDERICK J CALVERT LEASE
ABSTRACT 51
BRAZORIA COUNTY, TEXAS
FOR
PASTOR BEHLING & WHEELER, LLC

LEGEND

45 1940s-1950s
1950s-1960s
1960s-1970s
1970s-1980s
1980s-1990s
1990s-2000s
2000s-2010s
2010s-2020s



Doyle & Wachtstetter, Inc.
Surveying and Mapping GPS/GIS
231 COMMERCIAL STREET, CLUTE, TEXAS 77531
OFFICE: 779.363.3333 FAX: 779.363.3986